

The Honorable Karen A. Overstreet
Chapter 11
Stalking Horse/Bid Procedures Hearing Date and Time:
December 7, 2010 at 9:30 a.m.
Response Due: December 7, 2010 at 9:30 a.m.

**UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF WASHINGTON AT SEATTLE**

In re
FREDERICK D. BERG,
Debtor

Lead Case No. 10-18668-KAO
(Administratively Consolidated with Case Nos.
10-23755-KAO, 10-23756-KAO, 10-23757-
KAO, 10-23759-KAO, 10-23761-KAO)

In re
MERIDIAN TRANSPORTATION
RESOURCES, LLC,
Debtor

NOTICE OF MOTION FOR ORDER
APPROVING STALKING HORSE BIDDER
AND BID PROCEDURES

In re
MERIDIAN TRANSPORTATION
RESOURCES (CALIFORNIA), LLC,
Debtor

In re
MERIDIAN TRANSPORTATION
RESOURCES (CANADA), Ltd.,
Debtor

In re
MTR LEASING, LLC,
Debtor

In re
GEOGENIUS, LLC,
Debtor

TO: The Clerk Of The Court
AND TO: All Parties-In-Interest

HEARING DATE & TIME: Tuesday, December 7, 2010 at 9:30 a.m.

LOCATION: United States Bankruptcy Court, U.S. Courthouse,
Courtroom 7206, 700 Stewart Street, Seattle, Washington 98101

PLEASE TAKE NOTICE that an order shortening time has been entered regarding an initial hearing on the Motion by Meridian Transportation Resources, LLC, a Washington limited liability company (“**MTR**”), Meridian Transportation Resources (California), LLC, a California limited liability company (“**CA**”), Meridian Transportation Resources (Canada), Ltd., a federal corporation extraprovincially registered in British Columbia (“**LTD**”), MTR Leasing, LLC, a Washington limited liability company (“**Leasing**”), and Geogenius, LLC, a Washington limited liability company (“**Geogenius**”), the Debtors and Debtors In Possession (hereinafter collectively, “**MTR Western**” or the “**Debtors**”), for Approval of (i) Sale of Substantially All of Debtors’ Assets and Business Free and Clear of Liens; (ii) Bidding and Notice Procedures; (iii) Additional Relief (the “**Sale Motion**”).

The Sale Motion seeks approval of the sale of the Debtors’ assets as a going concern to GTO, LLC (the “**Purchaser**”), pursuant to the terms of an Asset Purchase Agreement dated as of December 2, 2010 (“**APA**”). As described in the Sale Motion, the proposed sale is for a purchase price which consists of \$4,250,000 at closing for the Acquired Assets, plus \$551,182 earmarked for critical vendors, and with a potential Earn-Out Payment of up to \$1,000,000 for the assets to be acquired; as well as the assumption or payment at closing of approximately \$10,500,000 in secured debt. **The time for hearing is shortened only as to the portion of the Sale Motion relating to approval of Purchaser as the stalking horse bidder, and the sale procedures attached hereto as Exhibit A.**

The Sale Motion is on file with the above-captioned Court, together with supporting documents, including the APA. Any party desiring information as to the details may request same from the Clerk of the Court or from the undersigned counsel.

IF YOU OPPOSE any of the motions, you must file your written response with the court clerk, serve two copies on the Judge’s chambers and deliver copies to the undersigned NOT LATER THAN THE RESPONSE DATE, which is at the time of the hearing.

DATED this 3rd day of December, 2010.

KARR TUTTLE CAMPBELL

By: /s/ Stephen S. McKay
George S. Treperinas, WSBA #15434
Stephen S. McKay, WSBA #42046
Attorneys for MTR Western Entities